

Virginia Museum of Fine Arts  
Minutes of the Nominating Sub-Committee Meeting  
Friday, May 6, 2022, 11:00am  
Claiborne Robertson Room

There were present:

Lynette Allston  
Ken Dye  
David Goode  
Rupa Tak, *via videoconference; personal (travel)*

Absent:

Pam Reynolds

By Invitation:

Alex Nyerges, Director and Chief Executive Officer  
Caprice Bragg  
Stephanie Cooperstein  
Michael Taylor

I. CALL TO ORDER

Ms. Lynette Allston called the meeting to order at 11:11am.

II. MINUTES APPROVAL

**Motion:** Proposed by Mr. David Goode and seconded by Mr. Ken Dye to approve the minutes of the June 15, 2021 meeting of the Nominating Sub-Committee as distributed. Motion carried.

III. DISCUSS TERMS AND VACANCIES

Ms. Allston informed the Committee that as of June 30, 2022, two Trustees will have served the maximum number of terms and five Trustees will reach the end of their first term and be eligible for reappointment.

IV. DISCUSS POTENTIAL CANDIDATES

At 11:13am the meeting went into closed session with the following motion.

**Motion:** Proposed by Ms. Allston and seconded by Mr. Dye that the Nominating Sub-Committee meeting go into closed session to discuss specific candidates for potential appointment to the Board of Trustees. The relevant exemption is Section 2.2-3711(A)(1) of the Code of Virginia. Motion carried. Motion carried.

At 12:08pm, by motion proposed, seconded, and carried, the meeting resumed in open session.

**Motion:** Proposed by Mr. Goode and seconded by Mr. Dye that the Nominating Sub-Committee certify that the closed session just held was conducted in compliance with Virginia state law, as set forth in the Certification Resolution distributed.  
Motion carried.

A roll call vote was taken, the results of which are outlined in the Certification Resolution.

V. OTHER BUSINESS/ADJOURNMENT

There being no further business, the meeting was adjourned at 12:09pm.

Recorded by: Stephanie Cooperstein  
Executive Administrator to the Chief Strategy Officer and Deputy Director for  
Strategic Planning, Government & Board Relations

MOTION: Lynette Allston  
SECOND: Ken Dye

MEETING: Nominating Sub-Committee  
DATE: May 6, 2022

**CERTIFICATION OF CLOSED MEETING**

**WHEREAS**, the Nominating Sub-Committee has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and

**WHEREAS**, Section 2.2-3712 (A) of the Code of Virginia requires a certification by this Board that such closed meeting was conducted in conformity with Virginia law;

**NOW, THEREFORE, BE IT RESOLVED** that the Nominating Sub-Committee hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Nominating Sub-Committee.

**VOTE**

AYES: Tak / Allston / Dye / Goode

NAYS: None

ABSENT DURING VOTE: None

ABSENT DURING MEETING: Reynolds